

STATE OF GEORGIA  
COUNTY OF FULTON

RESOLUTION OF THE UNANIMOUS CONSENT OF THE BOARD OF  
DIRECTORS OF COUNTRY CLUB, INC.

Pursuant to OCGA Section 14-2-821, the undersigned being the sole director of Trop, Inc., does hereby waive notice and adopt by unanimous written consent the following resolutions:


**“RESOLVED**, that the Company is hereby authorized to file a petition for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the Northern District of Georgia, Atlanta Division by and through the CEO of the Company and is authorized to execute and deliver the petition and such other documents as are required in order to commence and prosecute the reorganization case;”

**“FURTHER RESOLVED**, that the CEO of the Company is hereby authorized, in her sole discretion and without any further consents, to execute any and all documents of any kind or nature, including but not limited to: the petition, declarations, verifications, resolutions, statements of financial affairs, disclosures, plans of reorganization, and amendments or modifications of the aforesaid documents or other documents, which may be necessary, convenient or related to the filing of said bankruptcy action.”

**“FURTHER RESOLVED**, that the Company is authorized to retain the law firm of McBryan, LLC to represent it in the bankruptcy case at its standard hourly rates. The Company, by and through the Director and the CEO, is authorized to execute and deliver any engagement letters or other instruments and documents as may be required to consummate the engagement.”

IN WITNESS WHEREOF, the undersigned sole Director has signed, sealed and delivered this Resolution this 4th day of October 2018.

Country Club, Inc.

By:   
Teri Galardi, Sole Director and  
Chief Executive Officer